

EXHIBIT A

Alberto Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ZEN JV, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-11195 (JKS)

(Jointly Administered)

**DECLARATION OF JUSTIN R. ALBERTO IN
SUPPORT OF APPLICATION FOR AN ORDER PURSUANT TO
11 U.S.C. §§ 328(a) AND 1103 AUTHORIZING AND APPROVING THE RETENTION
AND EMPLOYMENT OF COLE SCHOTZ P.C. AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF JULY 2, 2025**

Justin R. Alberto, hereby declares, pursuant to 28 U.S.C. § 1746, as follows:

1. I am a member of the law firm of Cole Schotz P.C. ("Cole Schotz"), which maintains offices for the practice of law at 500 Delaware Avenue, Suite 600, Wilmington, Delaware. Cole Schotz also maintains offices in Boca Raton, Florida; Baltimore, Maryland; Dallas, Texas; Hackensack, New Jersey; Miami, Florida; New York, New York; and Washington, D.C.

2. This Declaration is submitted pursuant to sections 328(a) and 1103(b) of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1 and in support of the *Application of the Official Committee of Unsecured Creditors for an Order Pursuant to 11 U.S.C. §§ 328(a) and 1103 Authorizing and Approving the Retention and Employment of Cole Schotz P.C. as*

¹ The Debtors in these cases, along with the last four digits of each debtor's federal tax identification number (to the extent applicable), are: Zen JV, LLC (0225); Monster Worldwide LLC (6555); FastWeb, LLC; Monster Government Solutions, LLC (5762); Camaro Acquisition, LLC; CareerBuilder, LLC (6495); CareerBuilder Government Solutions, LLC (6426); Luceo Solutions, LLC (4426); CareerBuilder France Holding, LLC (9339); and Military Advantage, LLC (9508). The Debtors' address is 200 N LaSalle Street #900, Chicago, IL 60601.

Counsel to the Official Committee of Unsecured Creditors Effective as of July 2, 2025 (the “Application”).²

3. Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein. To the extent that any information disclosed herein requires supplementation, amendment or modification upon Cole Schotz’s completion of further analysis or as additional information becomes available to it, a supplemental declaration will be filed with the Court.

Cole Schotz’s Disinterestedness

4. In connection with its proposed retention by the Committee in the Chapter 11 Cases, Cole Schotz researched its client database to determine whether it has relationships with any of the entities or persons that were identified to Cole Schotz as creditors or parties in interest in these Chapter 11 Cases (the “Interested Parties”), as set forth on Schedule 1 attached hereto and incorporated herein (the “Interested Party List”). In addition, a list of the Interested Parties was sent via email to all employees of Cole Schotz for their individual review and response.

5. To the extent such a search indicated that Cole Schotz has, or previously had, a relationship with any of the Interested Parties within the last three (3) calendar years, the identities of such parties and Cole Schotz’s relationship with such parties are set forth on Schedule 2 annexed hereto. Further, each of the representations identified on Schedule 2 are wholly unrelated to the Debtors and their Chapter 11 Cases.

6. Through its analysis, Cole Schotz determined that it has no connections with the Debtors, creditors of the Debtors, their respective attorneys and accountants, the U.S. Trustee or any person employed in the Office of the U.S. Trustee or Judges for the United States Bankruptcy Court for the District of Delaware (and certain staff members) over the last three (3) calendar years,

² Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Application.

except as set forth above or on Schedule 2 hereto.

7. Further, as part of its diverse practice, Cole Schotz appears in numerous cases, proceedings and transactions involving many different professionals, including other attorneys, accountants, financial consultants and investment bankers, some of whom are or represent potential parties in interest in the Chapter 11 Cases. Cole Schotz does not, and will not, represent any such professional in the Chapter 11 Cases.

8. Based on the results of Cole Schotz's analysis, and except as otherwise disclosed herein, Cole Schotz does not hold or represent any interest adverse to the Committee, the Debtors or their estates in connection with the matters for which Cole Schotz is to be employed.

9. To the best of my knowledge, information and belief after reasonable inquiry, Cole Schotz is disinterested within the meaning of section 101(14) of the Bankruptcy Code, in that neither I, Cole Schotz nor any of its members, special counsel or associates:

- (a) are creditors, equity security holders or insiders of the Debtors;
- (b) are, or within two years before the Petition Date were, a director, officer or employee of the Debtors; or
- (c) have an interest materially adverse to the interest of the estates or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with or interest in the Debtors or for any other reason.

Cole Schotz's Rates and Billing Practices

10. Cole Schotz intends to apply for compensation for professional services rendered in connection with the Chapter 11 Cases subject to the approval of this Court and in compliance with applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules and orders of the Court entered in these Chapter 11 Cases concerning compensation of professionals, on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by Cole

Schotz. The attorneys and paralegals primarily responsible for representing the Committee and their current standard hourly rates are:

<u>Name</u>	<u>Title</u>	<u>Hourly Rate</u>
Justin R. Alberto	Member	\$925 per hour
Seth Van Aalten	Member	\$1,150 per hour
Sarah A. Carnes	Member	\$900 per hour
Jonathan Friedman	Associate	\$620 per hour
Melissa M. Hartlipp	Associate	\$435 per hour
Elazar A. Kosman	Associate	\$435 per hour
Larry Morton	Paralegal	\$400 per hour

11. In addition, other attorneys, paralegals and staff may be involved as necessary and appropriate to represent the Committee. The current rates of Cole Schotz members, special counsel, associates, paralegals and litigation support specialists are as follows:

<u>Professional</u>	<u>Rates</u>
Members	\$595 to \$1,575 per hour
Special Counsel	\$625 to \$840 per hour
Associates	\$380 to \$675 per hour
Paralegals	\$315 to \$460 per hour
Litigation Support Specialists	\$425 to \$535 per hour

These rates are subject to change in accordance with Cole Schotz's billing practice and procedures. Cole Schotz will advise the Committee, the Debtors and the U.S. Trustee of any increases in its hourly rates.³

12. In addition, it is Cole Schotz's policy to charge its clients in all areas of practice for all other expenses incurred related to the representation. The expenses charged to clients include, among other things, facsimile (outgoing only) toll and other charges, external teleconferencing, mail and express mail charges, special or hand delivery charges, photocopying, scanning and printing charges, travel expenses, expenses for "working meals", computerized research, transcription costs, as well as non-ordinary overhead expenses such as secretarial and other

³ Cole Schotz generally increases its rates on or about September 1 of each year.

overtime. Cole Schotz will charge for these expenses in a manner and at rates consistent with charges made generally to its other clients.

13. No agreement exists, nor will any be made, between Cole Schotz and any other person regarding the sharing of compensation received by Cole Schotz for its services in these Chapter 11 Cases, as described in Bankruptcy Rule 2016.

Attorney Statement Pursuant to Revised UST Guidelines

14. Cole Schotz shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, Local Rules and any other applicable procedures and orders of the Court. Cole Schotz also intends to make a reasonable effort (taking into account the particular facts and circumstances of these cases) to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013* (the "Revised UST Guidelines"), both in connection with this Application and the interim and final fee applications to be filed by Cole Schotz in the Chapter 11 Cases. While Cole Schotz is agreeing to do so in these cases, this statement regarding the Revised UST Guidelines is made for these cases only and with a full and express reservation of rights with respect to any other case(s) or matter(s).

15. The following is provided in response to the request for additional information set forth in Paragraph D.1. of the Revised UST Guidelines:

Question	Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?
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Response No. Cole Schotz professionals working on this matter will bill at their standard hourly rates.

Question Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

Response No.

Question If you represented the client in the 12 months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments during the 12 months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Response Cole Schotz did not represent the Committee during the 12 months preceding the filing of the Chapter 11 Cases.

Question Has your client approved your prospective budget and staffing plan, and, if so for what budget period?

Response Cole Schotz expects to develop a prospective budget and staffing plan to reasonably comply with the U.S. Trustee's request for information and additional disclosures, as to which Cole Schotz reserves all rights.

16. Cole Schotz, as proposed counsel to the Committee, will report directly to the Committee. During the course of these Chapter 11 Cases, Cole Schotz and M3 will reasonably coordinate responsibilities and services rendered to the Committee to avoid any unnecessary duplication and inefficiencies.

I hereby declare under the penalty of perjury that the foregoing is true and correct.

Executed on July 23, 2025
Wilmington, Delaware

/s/ Justin R. Alberto
Justin R. Alberto
Title: Member

SCHEDULE 1

List of Potential Parties of Interest

Agents

Wilmington Trust, National Association

Banks

Bank of America

Benefits

ADP Inc
Calm.Com Inc
Cigna Group
Concur Technologies, Inc.
Delta Dental of California
Delta Dental of IL
Empower Trust Company, LLC

Eyemed
Guardian
Lincoln National Life Ins Co
Metlife
Schwab Retirement Plan Services
Telus Health (Us) Ltd
United Healthcare Services Inc

Bankruptcy Professionals

AlixPartners
Latham & Watkins LLP
Omni Agent Solutions, Inc.

PJT Partners LP
Richards, Layton & Finger, P.A.

Delaware Court Personnel

Al Lugano
Amanda Hrycak
Annamarie Martino
Cacia Batts
Chief Judge Karen B. Owens
Claire Brady
Danielle Gadson
Demitra Yeager
Jill Walker
Judge Brendan L. Shannon
Judge Craig T. Goldblatt
Judge J. Kate Stickles
Judge John T. Dorsey
Judge Laurie Selber Silverstein

Judge Mary F. Walrath
Judge Thomas M. Horan
Laura Haney
Laurie Capp
Lora Johnson
Marquetta Lopez
Nickita Barksdale
Nikki Washington
Paula Subda
Rachel Bello
Stephen Grant
Todd Kirk
Una O'boyle
Xavier Hurt

Delaware UST's office

Benjamin Hackman
Christine Green

Dion Wynn
Edith A. Serrano

Elizabeth Thomas
Hannah M. McCollum
Hawa Konde
Holly Dice
James R. O'Malley
Jane Leamy
Jonathan Lipshie
Jonathan Nyaku
Joseph Cudia
Joseph McMahon

Lauren Attix
Linda Casey
Linda Richenderfer
Malcolm M. Bates
Michael Girello
Nyanquoi Jones
Richard Schepacarter
Shakima L. Dortch
Timothy J. Fox, Jr.

Debtors

Camaro Acquisition LLC
CareerBuilder France Holding, LLC
CareerBuilder Government Solutions, LLC
CareerBuilder, LLC
Fastweb, LLC

Luceo Solutions, LLC
Military Advantage LLC
Monster Government Solutions LLC
Monster Worldwide LLC
Zen, JV, LLC

Direct and Indirect Equity Holders

2584172 Ontario Inc.
AP Special Sits Camaro Holdings, LLC
Apollo Global Management, Inc.
Apollo Special Situations Fund, L.P.

Camaro Holdings, LLC
Ontario Teacher's Pension Plan
Randstad N.V.

Directors and officers

Ahern Dull
Anna Phillips
Daniel Silvers
Fiona van Lede
Gregory Binder
Jarnail Badwal
Jeff Furman
Kenneth Shea

Mark Pacioni
Maxwell David
Michael Suhajda
Rebecca Henderson
Sam Gallagher
Sheri Davis
Stef Leijdekkers

Insurers

ACE American Insurance Company
Allianz Global Risks US Insurance Co.
Allied World National Assurance Company
American International Companies (AIG)
Aon UK Limited
Arch Insurance Company
AXIS Insurance Company

Berkley Insurance Company
Berkley Professional Liability
Chubb National Ins Co
Federal Insurance Company
Hartford Insurance Group
Hiscox Insurance Company Inc.
Illinois National Insurance Co

Lexington Insurance Company
Liberty International Underwriters
Liberty Surplus Insurance Corporation
Lloyd's Syndicate No. 3000
National Union Fire Ins Co of Pittsburgh

Risk Specialists Companies Ins Agcy, Inc.
Twin City Fire Insurance Company
XL Professional
XL Specialty Insurance Co
Zurich American Ins Co

Litigation

Jobget, Inc.
S Risius Ross, LLC

The New York City Commission on Human Rights

LOC Beneficiary

Dell Financial Services LLC

LOC Guarantor

Bank of America

Non-Debtors

CareerBuilder Brasil Atividades de Internet e Participacoes LTDA.
CareerBuilder Canada Co
CareerBuilder com India Private Limited
CareerBuilder Information Technology (Shanghai) Co., Ltd
CareerBuilder International Holdings B.V.
CareerBuilder ProfilSoft Dutch Holdings B.V.
CareerBuilder Romania S.R.L.
CareerBuilder UK Holdings Limited
CB Solutions Pty Ltd
Monster Belgium nv
Monster Luxembourg SA
Monster Technologies Malaysia Sdn. Bhd

Monster Worldwide Austria GmbH
Monster Worldwide Canada Operations Inc.
Monster Worldwide CZ s.r.o.
Monster Worldwide Germany GmbH
Monster Worldwide International Holding bv
Monster Worldwide Ireland Ltd
Monster Worldwide Italia Srl
Monster Worldwide Limited
Monster Worldwide Netherlands bv
Monster Worldwide S.L.
Monster Worldwide SAS
Monster Worldwide Sweden AB
Monster Worldwide Switzerland AG
Monster.com Asia Pacific Ltd.

Other Parties

Blue Torch Capital
HIG Capital LLC
JMB Capital Partners Lending, LLC
Norton Rose Fulbright US LLP

Paul Hastings
Valnet
Valsoft
Young Conaway Stargatt & Taylor, LLP

RE Lease

622 Building Company LLC (Cohen Bros)
Equinix, INC
Iron Mountain Data Centers LLC

Onni 200 LaSalle Limited Partnership
TMG 8280 Greensboro LLC
VEF V Atlanta office Two, LLC

Seller Note

Randstad MWW Inc.

Tax Authorities

Alabama Department of Revenue
Alaska Department of Revenue
Arizona Department of Revenue
California Franchise Tax Board
City of Philadelphia Department of Finance
Colorado Department of Revenue
Connecticut Department of Revenue
Delaware Division of Revenue
Department of the Treasury Internal
Revenue Service Center
District of Columbia Department of
Revenue
Florida Department of Revenue
Georgia Department of Revenue
Hawaii Department of Revenue
Idaho Department of Revenue
Illinois Department of Revenue
Indiana Department of Revenue
Iowa Department of Revenue
Kansas Department of Revenue
Kentucky Department of Revenue
Louisiana Department of Revenue

Maryland Department of Revenue
Massachusetts Department of Revenue
Minnesota Department of Revenue
Mississippi Department of Revenue
Missouri Department of Revenue
Nebraska Department of Revenue
New Hampshire Department of Revenue
New Jersey Department of Revenue
New York City Department of Finance
New York Department of Revenue
North Carolina Department of Revenue
Oklahoma Department of Revenue
Oregon Department of Revenue
Pennsylvania Department of Revenue
Philadelphia Department of
Revenue
South Carolina Department of Revenue
Tennessee Department of Revenue
Texas Department of Revenue
Utah Department of Revenue
Virginia Department of Revenue
Wisconsin Department of Revenue

Term Loan Lenders

Arbour Lane
ArrowMark
Canaras
Cerberus
Constitution Capital
Crescent Capital
Ellington
Fortinbras Enterprise

FourSixThree
InvestCorp
Morgan Stanley
Nassau
OFS
Par Four / Benefit Street
Saratoga Partners
Zais Group

Top Unsecured Creditors

Acoustic LP
Adworks Ltd
Ahead Inc
Aimwel B.V.
Akin Gump Strauss Hauer & Feld
Amplitude Inc
Appcast Inc
Appian Corporation
Brazen Technologies Inc
Camelot Communications Ltd
Daymark Solutions Inc
Equinix Inc
Everlong Media LLC
Getty Images Inc
Google LLC
Ikokas Technologies Private Ltd
Iron Mountain Inc
Jobcase Inc
Jobget Inc
Jobverse Inc.

Joveo Inc
Microsoft Online Inc
Morgan Lewis & Bockius LLP
Nexxt Inc
Okta Inc
Oracle America Inc
Pwc Us Tax LLP
Quality Technology Services
Rackspace Us Inc
Recruitics Inc
Salesforce.Com Inc
Secureit Consulting Group Inc
Skadden Arps Slate Meagher Flom
Talroo Inc
Tanzilli Sociedade De Advogado
Textkernel BV
Vedder Price PC
Velaro Inc
Verinext Corp
Winston & Strawn LLP

UCC Lien Search

Dell Financial Services L,L,C.
Greatamerica Financial Services
Corporation
Randstad MWW Solutions Inc., As
Collateral Agent
Verinext Capital, LLC
Wells Fargo Financial Leasing, Inc.
Wilmington Trust, National Association, As
Collateral Agent

SCHEDULE 2**Disclosures to Cole Schotz Retention Application**

Parties who are current or former clients of Cole Schotz in matters unrelated to the Chapter 11 Cases, whose names include the following:

Name of Interested Party	Relationship to Debtors	Name of Cole Schotz Client	Relationship to Cole Schotz
ADP, Inc.	Vendors	ADP International, Inc.	Current Client
Arbour Lane	Term Loan Lenders	Ad Hoc Group of 1L Lenders of Lucky Bucks, LLC	Cole Schotz previously represented a group of ad hoc lenders in which Arbour Lane was a member
Bank of America	Banks; LOC Beneficiary	Byju's Alpha, Inc. Cooperating Lender Group	Cole Schotz currently represents a group of ad hoc lenders in which Bank of America is a member
Cerberus	Term Loan Lenders	Ad Hoc Committee Ligado Networks – Chapter 11	Cole Schotz currently represents a group of ad hoc lenders in which Cerberus is a member
Ellington	Term Loan Lenders	Ad Hoc Group of 1L Lenders of Lucky Bucks, LLC	Cole Schotz previously represented a group of ad hoc lenders in which Arbour Lane was a member
Metlife	Benefits	Ad Hoc Group of 1L Lenders of Lucky Bucks, LLC	Cole Schotz previously represented a group of ad hoc lenders in which Arbour Lane was a member
Par Four / Benefit Street	Term Loan Lenders	Byju's Alpha, Inc. Cooperating Lender Group	Cole Schotz currently represents a group of ad hoc lenders in which Par Four / Benefit Street is a member

As part of its diverse practice, Cole Schotz appears in numerous cases, proceedings and transactions involving many different professionals, including other attorneys, accountants, financial consultants and investment bankers, some of whom are or represent parties-in-interest in the Chapter 11 Cases. Cole Schotz does not, and will not, represent any such professional in the Chapter 11 Cases.

Furthermore, United States Bankruptcy Judge for the District of Delaware J. Kate Stickles was a former partner at Cole Schotz.